

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

FEDERAL HOUSING FINANCE AGENCY,
AS CONSERVATOR FOR THE FEDERAL
HOME LOAN MORTGAGE CORPORATION,

Plaintiff,

-against-

ALLY FINANCIAL INC. f/k/a GMAC, LLC,
GMAC MORTGAGE GROUP, INC.,
RESIDENTIAL CAPITAL LLC f/k/a
RESIDENTIAL CAPITAL CORPORATION,
GMAC-RFC HOLDING COMPANY, LLC
d/b/a GMAC RESIDENTIAL FUNDING
CORPORATION, RESIDENTIAL FUNDING
COMPANY, LLC f/k/a RESIDENTIAL
FUNDING CORPORATION, ALLY
SECURITIES, LLC f/k/a RESIDENTIAL
FUNDING SECURITIES, LLC d/b/a GMAC
RFC SECURITIES and f/k/a RESIDENTIAL
FUNDING SECURITIES CORPORATION,
RESIDENTIAL ASSET MORTGAGE
PRODUCTS, INC., RESIDENTIAL ASSET
SECURITIES CORPORATION, and
RESIDENTIAL ACCREDIT LOANS, INC.,
J.P. MORGAN SECURITIES LLC f/k/a J.P.
MORGAN SECURITIES, INC. and as
successor-in-interest to BEAR, STEARNS &
CO. INC., CREDIT SUISSE SECURITIES
(USA) LLC f/k/a CREDIT SUISSE FIRST
BOSTON LLC, RBS SECURITIES, INC. d/b/a
RBS GREENWICH CAPITAL and f/k/a
GREENWICH CAPITAL MARKETS, INC.,
CITIGROUP GLOBAL MARKETS INC.,
BARCLAYS CAPITAL INC., UBS
SECURITIES LLC, and GOLDMAN, SACHS
& CO.,

Defendants.

11 Civ. 7010 (RJH)

PLAINTIFF'S STATEMENT PURSUANT TO BANKRUPTCY RULE 9027(e)(3)

Plaintiff Federal Housing Finance Agency, as Conservator of the Federal Home Loan Mortgage Corporation (“Plaintiff”), by and through its undersigned counsel, without conceding that Rule 9027 of the Federal Rules of Bankruptcy Procedure has any application to this action, files this statement pursuant to Rule 9027(e)(3) out of an abundance of caution in the event the Court deems Rule 9027 to be applicable.

1. Plaintiff admits the allegation in paragraph 9 of the Notice of Removal that none of the claims in the complaint herein is “core” within the meaning of 28 U.S.C. §157(b). Further, Plaintiff does not consent to the entry of final orders or judgment by a bankruptcy judge. *See also, Stern v. Marshall*, 131 S. Ct. 2594 (2011).

2. Plaintiff is not required to admit or deny any other allegation in the Notice of Removal, and nothing herein shall constitute an admission of any other allegation in the Notice of Removal, including, without limitation, the allegation that there is federal bankruptcy jurisdiction over this action pursuant to 28 U.S.C. § 1334. Plaintiff denies that there is federal bankruptcy jurisdiction over this action.

Dated: October 20, 2011

KASOWITZ, BENSON, TORRES & FRIEDMAN LLP

By: /s/ Marc E. Kasowitz

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